

Manager  
Securities Operations

20 Broad Street  
New York, NY 10005

tel: 212.656.5026  
fax: 212.656.5893  
pmadho@nyse.com

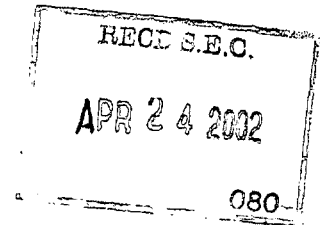


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April 24, 2002

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Ms. Krista M. Hughes  
Branch Chief  
Securities and Exchange Commission  
Branch of Filer Support 2  
Room 1004 -- STOP/1-4  
450 Fifth Street, NW  
Judiciary Plaza  
Washington, DC 20549

Dear Ms. Hughes:

PROCESSED  
MAY 08 2002  
THOMSON  
FINANCIAL *P*

The New York Stock Exchange certifies approval for listing and registration under the Securities Exchange Act of 1934, Raytheon Company, Series B Junior Participating Preferred Stock purchase rights and requests immediate acceleration of registration. Adequate distribution assured. Form 8-A/A received April 24, 2002.

Sincerely,

*Paras Madho*